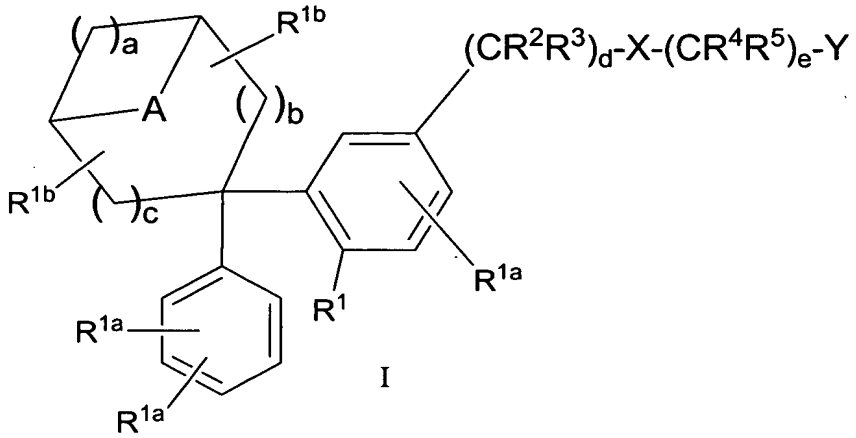
Amendment of the Claims:

This listing of claims will replace all prior versions and listings of claims in this application.

Listing of Claims:

1. **(original)** A compound represented by formula I:



I

and the pharmaceutically acceptable salts, esters and solvates thereof wherein:

"a" is an integer selected from 1, 2 and 3; and b and c are each integers independently selected from 0, 1 and 2;

"A" represents a methylene or ethylene group;

each R^{1a} is independently selected from the group consisting of: -H, -F, -Cl, -Br, -C_{1-6}alkyl, -CN, -OH, -OC_{1-6} alkyl, -fluoroC_{1-6} alkyl, -fluoroC_{1-6} alkoxy, -N(R^a)$_2$, -C_{1-6} alkylN(R^a)$_2$, -NHC(O)C_{1-4}alkyl, -C(O)NHC_{1-4}alkyl and -C(O)N(C_{1-4}alkyl)$_2$;

each R^{1b} is independently selected from the group consisting of: -H, -F, -C_{1-6} alkyl, -OH, -OC_{1-6} alkyl, -fluoroC_{1-6}alkyl, -fluoroC_{1-6}alkoxy, -N(R^a)$_2$and -C_{1-6}alkylN(R^a),

or one R^{1b} group can represent oxo and the other is as previously defined;

R^1 represents -H or is selected from the group consisting of:

a) halo, -OH, -CO_2R^a, -C(O)NR^aR^b, -C(O)-Hetcy^1, -N(R^a)$_2$, -$S(O)_2NR^aR^b$, -NO_2, -$SO_2NR^bC(O)R^a$, -$NR^bSO_2R^a$, -$NR^bC(O)R^a$, -$C(O)SO_2NR^aR^b$, -$NR^bC(O)NR^aR^b$, -$NR^bCO_2R^a$, -$OC(O)NR^aR^b$, -$C(O)NR^bNR^aR^b$, -CN, -$S(O)_pR^a$ and -OSO_2R^a,

b) -C_{1-10}alkyl, -C_{2-10}alkenyl, -C_{2-10}alkynyl, -OC_{1-10}alkyl, -OC_{3-10}alkenyl and -OC_{3-10}alkynyl, said groups being optionally substituted with: -OH, -CO_2R^a, -C(O)NR^aR^b, -C(O)N(R^a)C_{1-6}alkenyl, -C(O)N(R^a)C_{1-6}alkynyl, -C(O)-Hetcy^1, -N(R^a)$_2$, -$S(O)_2NR^aR^b$, -$SO_2NR^bC(O)R^a$, -$NR^bSO_2R^a$, -$NR^bC(O)R^a$, -$C(O)SO_2NR^aR^b$, -$NR^bC(O)NR^aR^b$, -$NR^bCO_2R^a$, -$OC(O)NR^aR^b$, -$C(O)NR^bNR^aR^b$, -$S(O)_pR^a$, Aryl, HAR, -Hetcy^1, and up to 5 fluoro groups, wherein Hetcy^1 is selected from azetidinyl, pyrrolidinyl, piperidinyl, piperazinyl, morpholinyl and γ-lactam;

c) Aryl or HAR optionally substituted with 1-2 members selected from the group consisting of: -F, -Cl, -Br, -C_{1-6}alkyl, -CN, -OH, -OC_{1-6}alkyl, -fluoroC_{1-6}alkyl, -fluoroC_{1-6}alkoxy, -NH_2, -NHC_{1-4}alkyl, -$N(C_{1-4}alkyl)_2$, -C_{1-6}alkylNH_2, -C_{1-6}alkyl-NHC_{1-4}alkyl, -C_{1-6}alkyl$N(C_{1-4}alkyl)_2$, -C_{1-6}alkyl-CN, -$NHC(O)C_{1-4}$alkyl, -$C(O)NHC_{1-4}$alkyl and -$C(O)N(C_{1-4}alkyl)_2$;

"d" and "e" are each integers independently selected from 0, 1, 2 and 3, such that the sum of d plus e is 1-6;

each p independently represents an integer selected from 0, 1 and 2;

X represents a bond, or is selected from the group consisting of –O-, -$S(O)_p$- and -NR^a-;

R^2, R^3, R^4 and R^5 are each independently selected from the group consisting of -H, -C_{1-6} alkyl, -OC_{1-6}alkyl, -OH, -fluoro, -fluoroC_{1-6}alkyl, -fluoroC_{1-6}alkoxy, -$N(R^a)_2$, and

0-1 of CR^2R^3 and 0-1 of CR^4R^5 can represent a group selected from carbonyl, thiocarbonyl, $C=NR^a$ and a 3-7 membered cycloalkyl ring,

provided that when X represents -$S(O)_p$-, and p is 1 or 2, the CR^2R^3 and CR^4R^5 groups adjacent to X represent moieties other than carbonyl, thiocarbonyl and $C=NR^a$ and

further provided that when X is –O- or –NR^a-, at least one of CR^2R^3 and CR^4R^5 adjacent to X represents a moiety other than carbonyl, thiocarbonyl and $C=NR^a$;

Y is selected from the group consisting of Aryl, HAR and Hetcy, wherein each is optionally mono-substituted or di-substituted with R^{1a};

each R^a is independently selected from the group consisting of –H and :

(a) -C_{1-10}alkyl, -C_{3-10}alkenyl, or –C_{3-10}alkynyl, optionally substituted with 1-3 fluoro groups or 1-2 members selected from the group consisting of: -OH, -OC_{1-6}alkyl, -CN, -NH_2, -NHC_{1-4}alkyl, and -$N(C_{1-4}alkyl)_2$;

(b) Aryl or Ar-C_{1-6}alkyl-, the aryl portions being optionally substituted with 1-2 of -C_{1-6} alkyl, -CN, -OH, -OC_{1-6} alkyl, -fluoroC_{1-6} alkyl, -fluoroC_{1-6} alkoxy, -C_{1-6}alkylNH_2, -C_{1-6}alkylNHC_{1-4}alkyl, -C_{1-6}alkyl$N(C_{1-4}alkyl)_2$, -NH_2, -NHC_{1-4}alkyl, -$N(C_{1-4}alkyl)_2$, -$NHC(O)C_{1-4}$alkyl, -$C(O)NHC_{1-4}$alkyl, -$C(O)N(C_{1-4}alkyl)_2$, -CO_2H and -CO_2C_{1-6}alkyl groups, and 1-3 -F, -Cl or -Br groups;

and the alkyl portion of Ar-C_{1-6}alkyl- being optionally substituted with –OH, -OC_{1-6}alkyl, -NH_2, -NHC_{1-4}alkyl, -$N(C_{1-4}alkyl)_2$, and 1-3 fluoro groups;

(c) Hetcy or Hetcy-C_{1-6}alkyl-, each being optionally substituted on carbon with 1-2 members selected from the group consisting of: -F, -OH, -CO_2H, -C_{1-6}alkyl, -CO_2C_{1-6}alkyl, -OC_{1-6}alkyl, -NH_2, -NHC_{1-4}alkyl, -$N(C_{1-4}alkyl)_2$, -$NHC(O)C_{1-4}$alkyl, oxo, -$C(O)NHC_{1-4}$alkyl and -$C(O)N(C_{1-4}alkyl)_2$; and optionally substituted on nitrogen when present with -C_{1-6}alkyl or -C_{1-6}acyl; and

the alkyl portion of Hetcy-C_{1-6}alkyl- being optionally substituted with 1-2 of: -F, -OH, -OC_{1-6}alkyl, -NH_2, -NHC_{1-4}alkyl and -$N(C_{1-4}alkyl)_2$;

(d) HAR or HAR-C_{1-6}alkyl-, said HAR and HAR portion of HAR-C_{1-6}alkyl- being substituted with 1-2 members selected from the group consisting of: -F, -Cl, -Br, -C_{1-6} alkyl, -CN, -OH, -OC_{1-6}

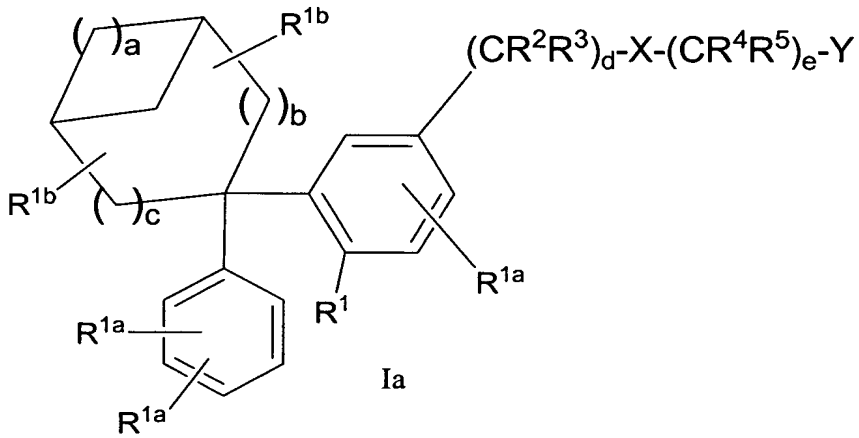
alkyl, -fluoroC_{1-6}alkyl, -fluoroC_{1-6}alkoxy NH_2, -NHC_{1-4}alkyl, -$N(C_{1-4}alkyl)_2$, -$NHC(O)C_{1-4}$alkyl, -$C(O)NHC_{1-4}$alkyl, -$C(O)N(C_{1-4}alkyl)_2$, -CO_2H, -CO_2C_{1-6}alkyl; and

the alkyl portion of HAR-C_{1-6}alkyl- being optionally substituted with 1-2 of: -F, -OH, -OC_{1-6}alkyl, -NH_2, -NHC_{1-4}alkyl and -$N(C_{1-4}alkyl)_2$;

each R^b is independently selected from the group consisting of: -H, -NH_2, and -C_{1-10}alkyl optionally substituted with members selected from the group consisting of 1-3 fluoro groups and 1-2 of -OH, -OC_{1-6}alkyl, -NH_2, -NHC_{1-4}alkyl and -$N(C_{1-4}alkyl)_2$;

and when present in the same moiety, (a) R^a and R^b, (b) two R^a groups or (c) two R^b groups can be taken in combination with the atom or atoms to which they are attached and any intervening atoms and represent a 4-7 membered ring containing 0-3 heteroatoms selected from O, $S(O)_p$ and N, and the 4-7 membered ring may be optionally substituted with a member selected from the group consisting of -C_{1-6}alkyl, -C_{2-6}acyl and oxo.

2. **(original)** The compound of claim 1 having structural formula Ia:

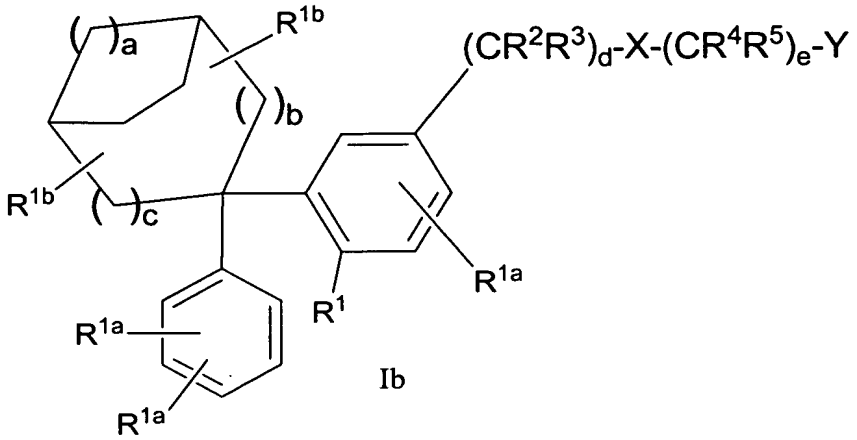


Ia

and the pharmaceutically acceptable salts, esters and solvates thereof, wherein "a" is an integer selected from 1, 2 and 3; and b and c are each integers independently selected from 0, 1 and 2; provided that the sum of "a" + b + c is from 1 to 5.

3. **(canceled)**

4. **(original)** The compound of claim 1 having structural formula Ib:



Ib

and the pharmaceutically acceptable salts, esters and solvates thereof wherein: "a" is an integer selected from 2 and 3; and b and c are integers independently selected from 0 and 1; provided that the sum of "a" + b + c is from 2 to 4.

5. **(original)** The compound of claim 4 wherein "a" is 2, and b and c are integers selected from 0 and 1.

6. **(canceled)**

7. **(amended)** The compound of claim 1 wherein of the three R^{1a} groups shown in the generic structural drawing of formula I, two R^{1a} groups represent -H and one R^{1a} group is selected from the group consisting of: -F, -Cl, -C_{1-6}alkyl, -CN, -OC_{1-6}alkyl, -fluoroC_{1-6}alkyl, -fluoroC_{1-6}alkoxy, -$N(R^a)_2$, -C_{1-6}alkyl$N(R^a)_2$, -$NHC(O)C_{1-4}$alkyl, -$C(O)NHC_{1-4}$alkyl and -$C(O)N(C_{1-4}alkyl)_2$.

8. **(canceled)**

9. **(amended)** The compound of claim 1 ~~8~~ wherein both R^{1b} groups represent -H.

10. **(original)** The compound of claim 1 wherein R^1 represents a member selected from the group consisting of:

a) -$C(O)NR^aR^b$, -C(O)-Hetcy^1, -$N(R^a)_2$, -$S(O)_2NR^aR^b$, -$SO_2NR^bC(O)R^a$, -$NR^bSO_2R^a$, -$NR^bC(O)R^a$, -CN, -$S(O)_pR^a$ and -OSO_2R^a;

b) -C_{1-10}alkyl, -C_{3-6}alkenyl, -C_{3-6}alkynyl, -OC_{1-10}alkyl, -OC_{3-6}alkenyl and -OC_{3-10}alkynyl, said groups being optionally substituted with a member selected form the group consisting of: -CO_2R^a, -$C(O)NR^aR^b$, -$C(O)N(R^a)C_{1-6}$alkenyl, -$C(O)N(R^a)C_{1-6}$alkynyl, -C(O)-Hetcy^1, -$N(R^a)_2$, -$S(O)_2NR^aR^b$, -$SO_2NR^bC(O)R^a$, -$NR^bSO_2R^a$, $NR^bC(O)R^a$, -$S(O)_pR^a$, Aryl, HAR, -Hetcy^1, and up to 5 fluoro groups; and

c) HAR optionally substituted with 1-2 members selected from the group consisting of: -F, -Cl, -Br, -C_{1-6}alkyl, -CN, -OH, -OC_{1-6}alkyl, -fluoroC_{1-6}alkyl, -fluoroC_{1-6}alkoxy, -NH_2, -NHC_{1-4}alkyl, -$N(C_{1-4}alkyl)_2$, -C_{1-6}alkylNH_2, -C_{1-6}alkyl-NHC_{1-4}alkyl, -C_{1-6}alkyl$N(C_{1-4}alkyl)_2$, -C_{1-6}alkyl-CN, -$NHC(O)C_{1-4}$alkyl, -$C(O)NHC_{1-4}$alkyl and -$C(O)N(C_{1-4}alkyl)_2$.

11. **(canceled)**

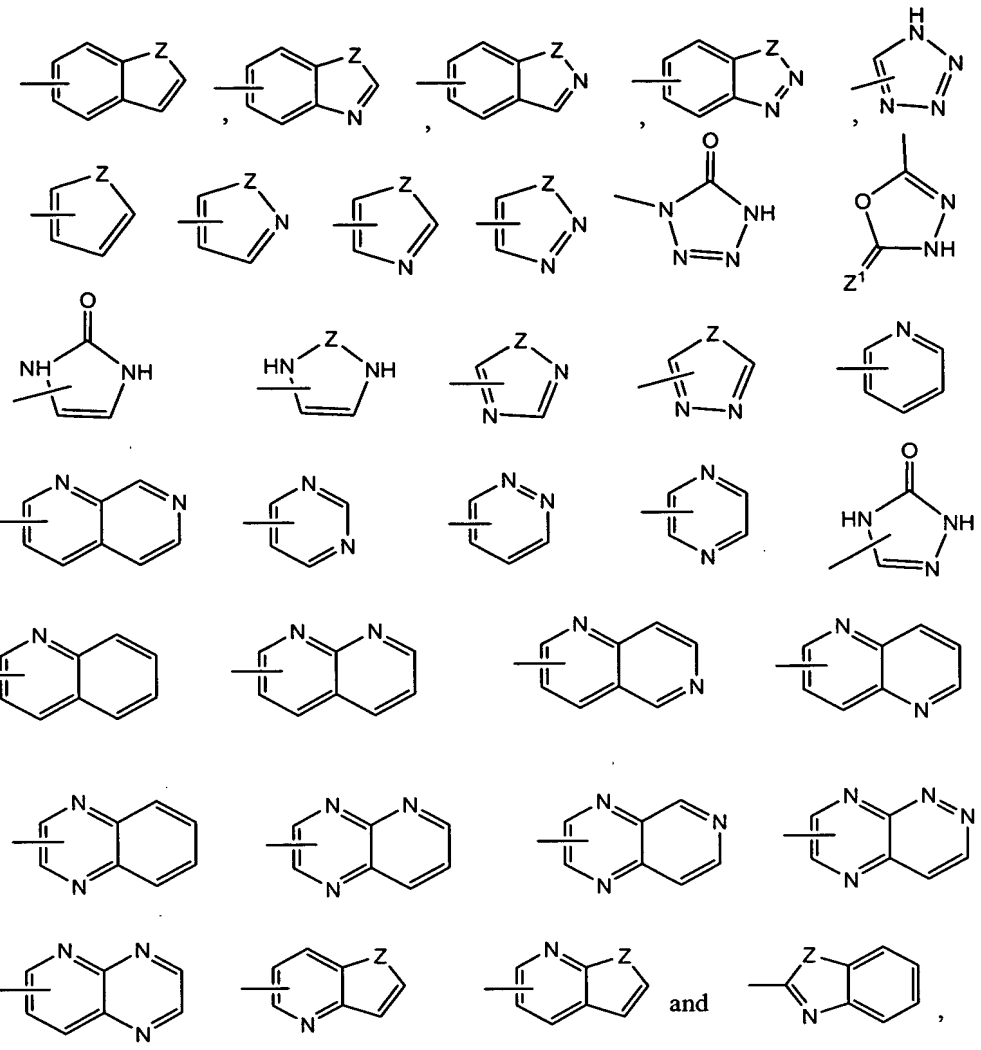
12. **(canceled)**

13. **(canceled)**

14. **(original)** The compound of claim 1 wherein -$(CR^2R^3)_d$-X-$C(R^4R^5)_e$- represents a member selected from the group consisting of -O-CH_2.- and -CH_2CH_2--.

15. **(canceled)**

16. **(amended)** The compound of claim 1 ~~15~~ wherein Y represents HAR selected from the group consisting of:



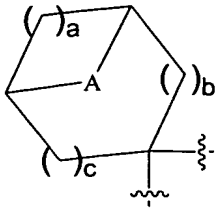
~~wherein Z represents O, S or NH; and Z^1 represents O or S~~ wherein Z is selected from the group consisting of O, S and NH; and Z^1 is selected from the group consisting of O and S.

17. **(canceled)**

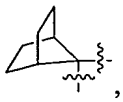
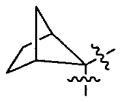
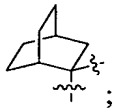
18. **(canceled)**

19. **(canceled)**

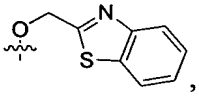
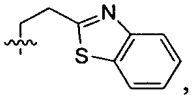
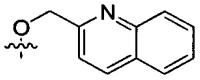
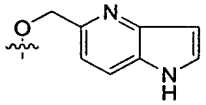
20. **(original)** The compound of claim 1 wherein:



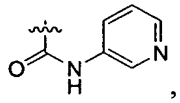
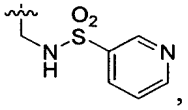
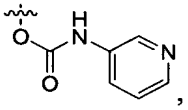
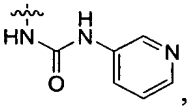
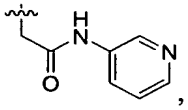
is selected from the group consisting of:

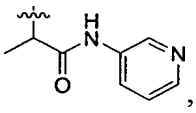
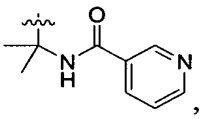
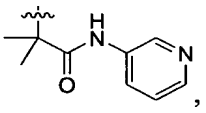
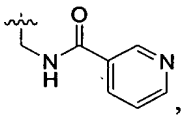
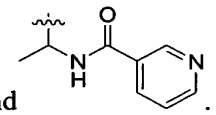
 ,  ,  and  ;

$-(CR^2R^3)_d-X-(CR^4R^5)_e-Y-(R^{1a})_2$ is selected from the group consisting of:

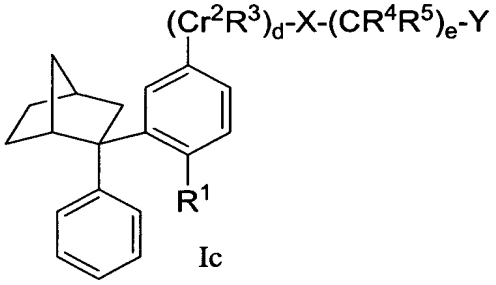
 ,  ,  and  ;

and R^1 is selected from the group consisting of:

 ,  ,  ,  ,  ,

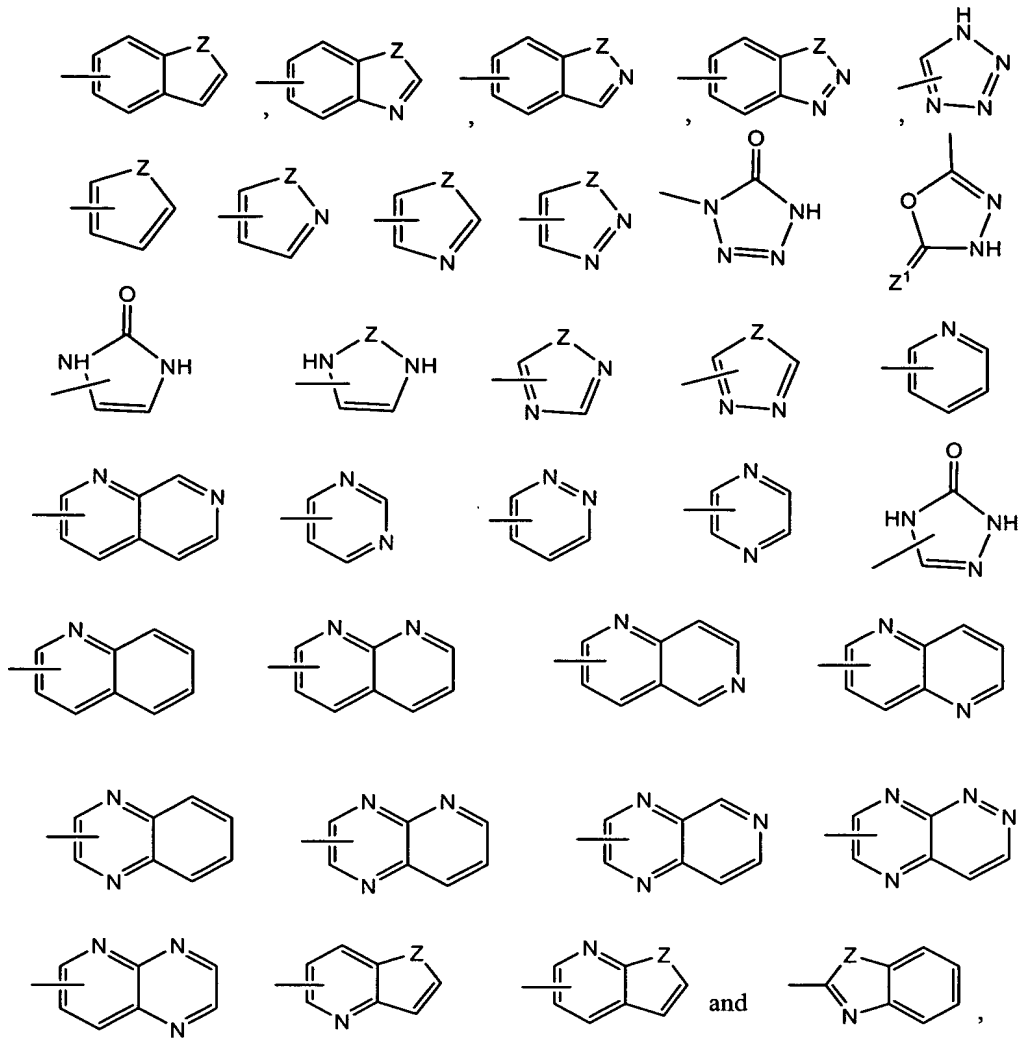
 ,  ,  ,  and  .

21. **(amended)** The compound of claim 1 having structural formula Ic:



Ic

wherein d is 0 (zero); e is 1; X is –O-; R^4 and R^5 are both –H; Y is selected from the group consisting of



~~wherein Z represents O, S or NH; and Z1 represents O or S~~ wherein Z is selected from the group consisting of O, S and NH; and Z^1 is selected from the group consisting of O and S;

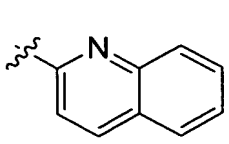
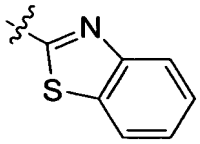
R^1 is selected from the group consisting of:

a) $-OC(O)NR^aR^b$, and $-C(O)NR^aR^b$;

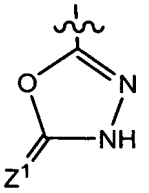
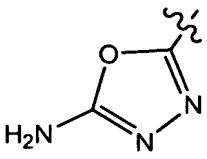
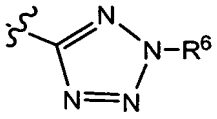
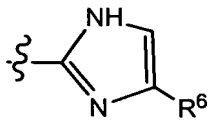
b) C_{1-3}alkyl substituted with a member selected from: $-C(O)-NR^aR^b$and -C(O)-Hetcy^1;

and c) HAR optionally substituted with 1-2 members selected from the group consisting of: -F, -Cl, $-C_{1-6}$ alkyl, -CN, -OH, $-OC_{1-6}$ alkyl, -fluoroC_{1-6} alkyl, -fluoroC_{1-6}alkoxy, $-NH_2$, $-NHC_{1-4}$alkyl, $-N(C_{1-4}alkyl)_2$, $-C_{1-6}alkylNH_2$, $-C_{1-6}$alkyl-NHC_{1-4}alkyl, $-C_{1-6}alkylN(C_{1-4}alkyl)_2$, $-C_{1-6}$alkyl-CN, $-NHC(O)C_{1-4}$alkyl, $-C(O)NHC_{1-4}$alkyl and $-C(O)N(C_{1-4}alkyl)_2$.

22. **(original)** The compound of claim 21 wherein: Y is selected from the group consisting of

 and  ;

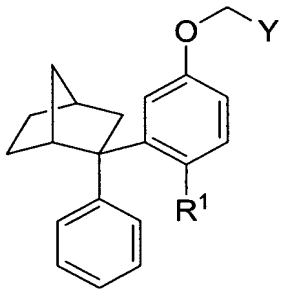
when R^1 is HAR, HAR is selected from:

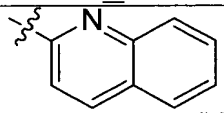
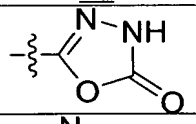
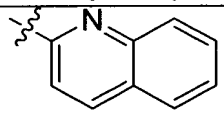
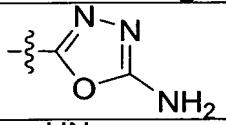
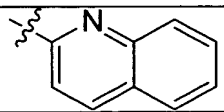
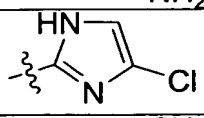
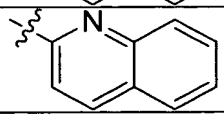
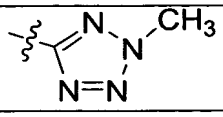
   and  ,

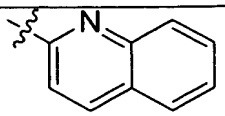
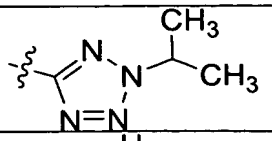
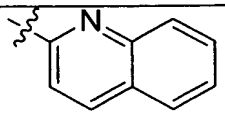
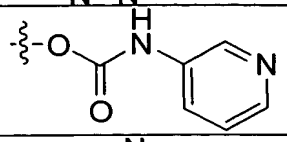
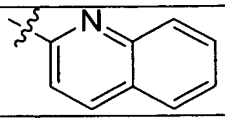
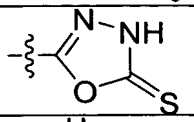
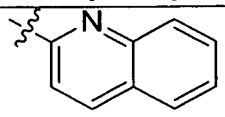
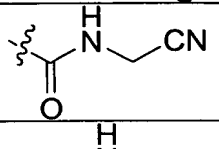
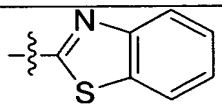
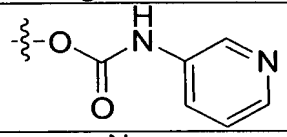
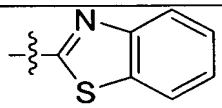
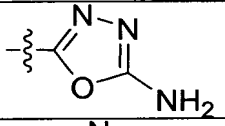
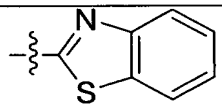
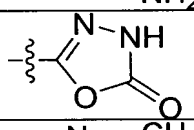
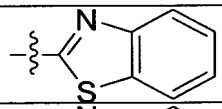
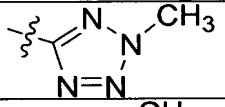
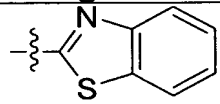
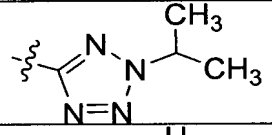
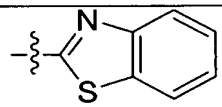
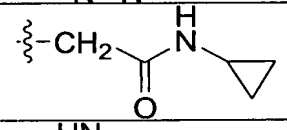
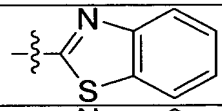
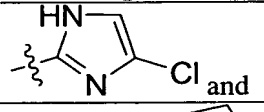
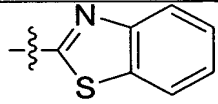
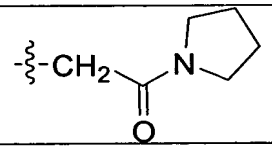
wherein R^6 is selected from –H, -C_{1-3}alkyl, -C_{3-6}cycloalkyl, -F and –Cl;

R^a is selected from (a) -C_{1-4}-alkyl and C_{3-6}cycloalkyl, each optionally substituted with 1-3 fluoro groups or a member selected from the group consisting of: -OC_{1-6}alkyl, -CN, -NH_2, -NHC_{1-4}alkyl and -$N(C_{1-4}alkyl)_2$, (b) $Hetcy^1$ and (c) pyridinyl; and R^b is –H.

23. **(original)** The compound of claim 1 selected from the group consisting of:



	Y	R^1
a)		
b)		
c)		
d)		

e)		
f)		
g)		
h)		
i)		
j)		
k)		
l)		
m)		
n)		
o)		 and
p)		

and the pharmaceutically acceptable salts and solvates thereof.

24. **(original)** A pharmaceutical composition comprised of a therapeutically effective amount of a compound of claim 1 and a pharmaceutically acceptable carrier.

25. **(original)** A method for preventing the synthesis, the action, or the release of leukotrienes in a patient which comprises administering to the patient an effective amount of a compound of claim 1.

26. **(original)** A method for treating a leukotriene-mediated medical condition comprising administering a therapeutically effective amount of a compound of claim 1 to a patient in need of such treatment.

27. **(canceled)** .

28. **(original)** A method for treating atherosclerosis comprising administering a therapeutically effective amount of a compound of claim 1 to a patient in need of such treatment.

29. **(canceled)**

30. **(canceled)**

31. **(canceled)**

32. **(original)** A method of preventing or reducing the risk for a leukotriene-mediated medical condition comprising administering a prophylactically effective amount of a compound of claim 1 to a patient in need of such treatment.

33. **(canceled)**

34. **(original)** A method for preventing or reducing the risk of an atherosclerotic disease event comprising administering a prophylactically effective amount of a compound of claim 1 to a patient at risk for having an atherosclerotic disease event.

35. **(original)** The method of treating atherosclerosis of claim 28 further comprising administering to the patient a compound selected from the group consisting of an HMG-CoA reductase inhibitor, cholesterol absorption inhibitor, CETP inhibitor, PPARγ agonist, PPARα agonist, PPAR dual α/γ agonist, and combinations thereof.